

20090024966
01/21/2009 ER \$40.00

DEED
S

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

DEED WITHOUT WARRANTY

Date: January 20 2009

Grantor: City of Pasadena, Texas, a Home Rule Municipal Corporation

Grantor's Mailing Address (including county): City Hall, 1211 Southmore

Pasadena, Harris County, Texas 77502

Grantee: US Oil Recovery #2 LLP, a Texas limited liability Partnership

Grantee's Mailing Address (including county): 400 North Richey Street

Pasadena, Harris County, Texas 77506

Consideration: Ten and No/100 (\$10.00) and other good and valuable consideration, receipt and sufficiency of which are hereby acknowledged.

Property: A 1.776 acre out of the former Vince Bayou Wastewater Treatment Plant, Northeast corner of North Richey Street and proposed Pitts Street and West of Vince Bayou and more fully described at Exhibit "1" attached hereto.

1. The conveyance is made by Grantor and accepted by Grantee subject to all valid and subsisting conditions, covenants, restrictions, reservations, exceptions, rights-of-way and easements whether of record or not, and all laws, regulations, and restrictions, including building and zoning ordinances, of municipal or other governmental authorities applicable to and enforceable against the above-described Property.

1

-Exhibit "A"


INITIAL MS

After recording return to:

Chicago Title - Fountainview
5858 Westheimer, Suite 850
Houston, Texas 77057, File 479573



9422808

ER 01-21-0948

ER 01, 21 - 0949

2. Grantor reserves and excepts for itself, its successors and assigns, and its predecessors in title in accordance with their respective interest of record, all oil, gas and other minerals on, in and under the above-described Property.
3. The Property is conveyed in its "as is" condition existing on the date of this conveyance.
4. Grantor makes no warranty or guarantee as to, or concerning, the suitability of the Property for any particular application or use or the current environmental condition of the Property, nor does it make any warranty. By accepting and filing this Deed, Grantee acknowledges that it has investigated the Property and accepts the Property in the current condition, including, specifically, its current environmental condition.
5. Grantee acknowledges that the Property described herein may have been used in connection with municipal sewage treatment operations, including the storage, transfer and disposal of raw municipal sewage and that such sewage products, or derivatives may have been spilled, leaked, or otherwise discharged onto or into the Property. Equipment and sites may contain asbestos, hazardous substances, or Naturally Occurring Radioactive Material ("NORM"); and NORM-containing material and other waste or hazardous substances may be buried, have come into contact with the soil, or otherwise have been disposed of on the Property. Grantee understands that special procedures may be required for the remediation, removal, transportation, or disposal of the wastes, asbestos, hazardous substances, and NORM from the equipment and Property. Grantee assumes all liability when such activities are performed by or on behalf of Grantee.
6. In consideration of the purchase price and for other valuable consideration, Grantee releases and forever discharges Grantor and its employees, agents, servants, representatives, successors, and assigns from, and covenants not to sue Grantor or its employers, agents, servants, representatives, successors, or assigns regarding, all liabilities, claims, demands, or causes of action at law

 KS
INITIAL

ER 01 - 21 - 0950

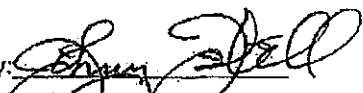
or in equity for injury (including death), destruction, loss or damage of any kind or character, arising from any condition of the Property, including environmental conditions, or relating to Grantee's acquisition, ownership, or use of the Property, regardless of whether the liability, claim, demand, or cause of action was known or unknown, foreseeable or unforeseeable, on the effective date of this Deed. Grantee's release, discharge, and covenant not to sue includes liabilities, claims, demands, or causes of action resulting in any way and in whole or in part from the negligence or strict liability of Grantor or its employees, agents, servants, representatives, successors, or assigns.

Grantor, for the consideration and subject to the reservations from and exceptions to conveyance, conveys together with all the improvements thereon to Grantee the Property without express or implied warranty, and all warranties that might arise by common law or by statute are excluded.

When the context requires, singular nouns and pronouns include the plural.

IN WITNESS WHEREOF, Grantor has executed this deed this 20 day of January, 2009, but EFFECTIVE as of the 20 day of January, 2009.

CITY OF PASADENA, TEXAS, 10R
A Home Rule Municipal Corporation

By: 
Johnny Isbell, its Mayor


INITIAL KS

Accepted this 20 day of
January, 2009

US Oil Recovery #2 LLP, a Texas Limited
liability partnership

2EE

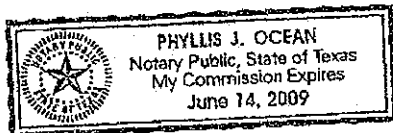
By: Genssler Environmental Holdings, LLC
a Texas limited liability company, its
Managing Partner

By: [Signature]
Klaus Genssler, its President

THE STATE OF TEXAS

COUNTY OF HARRIS

This instrument was acknowledged before me on this the 20 day of
January, 2009, by Johnny Isbell, as Mayor of the CITY OF PASADENA, TEXAS, a
Home Rule Municipal Corporation, on behalf of said corporation.



[Signature]
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS

Printed Name: Phyllis J. Ocean
Commission Expires: 6-14-2009

(ACKNOWLEDGMENT CONTINUED ON PAGE 5)

[Signature]
INITIAL KS

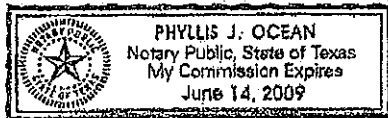
ER 01 21 - 0951

ER 01. 21-0952

THE STATE OF TEXAS

COUNTY OF HARRIS

This instrument was acknowledged before me on this the 20 day of January 2009, by Klaus Genssler, as President of Genssler Environmental Holdings, LLC, a Teas limited liability company, acting in its capacity as Managing Partner of US Oil Recovery #2 LLP, a Texas limited liability partnership.



A handwritten signature of Phyllis J. Ocean in cursive script, written over a horizontal line.

NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS

Printed Name: Phyllis J. Ocean
Commission Expires: 6-14-2009

Remainder Vince Bayou West
March 28, 2008

REMAINDER VINCE BAYOU WEST
EXHIBIT 1

Being 1.776 acres of land out of Lot 12, Outlot 28 Pasadena Townsite as recorded in volume 93, page 21 Harris County deed Records (H.C.D.R.), located in the William Vince Survey, Abstract D 78, Pasadena, Harris County, Texas and being more particularly described as follows:

COMMENCING at a found five eighths inch iron rod with cap stamped "Weiser" marking the intersection of the east line of North Richey Street (40 feet wide) and the south line of Port Terminal Rail Road (100 feet wide) (Basis of bearings shown hereon are based on the Texas State Plane Coordinate System, South Central zone 4204, NAD 83. All coordinates hereon were calculated using horizontal surface distances);

THENCE, South 02 degrees 30 minutes 06 seconds East, along the east line of said North Richey Street, for a distance of 349.45 feet to a set five eighths inch iron rod with cap stamped "CCP" for the **POINT OF BEGINNING**;

1. **THENCE**, North 42 degrees 29 minutes 44 seconds East, over and across said Lot 12, Outlot 28, for a distance of 78.24 feet to a set five eighths inch iron rod with cap stamped "CCP";
2. **THENCE**, North 87 degrees 28 minutes 42 seconds East, continuing over and across said Lot 12, Outlot 28, a distance of 145.76 feet to a found five eighths inch iron rod with cap stamped "WEISER" in the west line of a Harris County Flood Control parcel (variable width) Vince Bayou I 100-00-00;
3. **THENCE**, South 32 degrees 02 minutes 06 seconds East, along the said west line of said Vince Bayou, a distance of 59.39 feet to a found five eighths inch iron rod;
4. **THENCE**, South 47 degrees 04 minutes 20 seconds East, continuing along the said west line of said Vince Bayou, a distance of 99.54 feet to a found five eighths inch iron rod;
5. **THENCE**, South 41 degrees 58 minutes 27 seconds East, continuing along the said west line of said Vince Bayou a distance of 53.22 feet to a found five eighths inch iron rod in the north line of West (Richey) Tunnel Access Road (variable width);
6. **THENCE**, South 47 degrees 40 minutes 28 seconds West, along the said north line of West (Richey) Tunnel Access Road, a distance of 68.47 feet to a found "X" in concrete;
7. **THENCE**, South 47 degrees 20 minutes 37 seconds East, continuing along the said north line of West (Richey) Tunnel Access Road, a distance of 19.83 feet to a set five eighths inch iron rod with cap stamped "CCP";
8. **THENCE**, South 42 degrees 37 minutes 18 seconds West, continuing along the said north line of West (Richey) Tunnel Access Road, a distance of 17.65 feet to a found five eighths inch iron rod;

Remainder Vince Bayou West
March 28, 2008

9. **THENCE**, South 40 degrees 59 minutes 53 seconds West, continuing along the said north line of West (Richey) Tunnel Access Road, a distance of 79.46 feet to a found TxDot monument in the north line of Pitts Street (50 feet wide);
10. **THENCE**, South 87 degrees 27 minutes 02 seconds West, along said north line of said Pitts Street, a distance of 228.18 feet to a set five eighths inch iron rod with cap stamped "CCI" in the east line of said North Richey Street;
11. **THENCE**, North 02 degrees 30 minutes 06 seconds West, along said east line of North Richey Street, a distance of 236.48 feet to the **POINT OF BEGINNING**;

ER 01 - 21 - 0954

ER 010-21-0955

20090024966
Pages 8
01/21/2009 10:32:16 AM
e-Filed & e-Recorded in the
Official Public Records of
HARRIS COUNTY
BEVERLY KAUFMAN
COUNTY CLERK
Fees 40.00

RECORDERS MEMORANDUM

This instrument was received and recorded electronically
and any blackouts, additions or changes were present
at the time the instrument was filed and recorded.

Any provision herein which restricts the sale, rental, or
use of the described real property because of color or
race is invalid and unenforceable under federal law.

THE STATE OF TEXAS
COUNTY OF HARRIS

I hereby certify that this instrument was FILED in
File Number Sequence on the date and at the time stamped
hereon by me; and was duly RECORDED in the Official
Public Records of Real Property of Harris County, Texas.



Beverly Kaufman
COUNTY CLERK
HARRIS COUNTY, TEXAS

RUN DATE: 09/24/13 09:09:26
CERCLIS DATABASE DATE: 09/24/13
CERCLIS DATABASE TIME: 10:09:26
VERSION: 24.01

DB REFRESH DATE: National 9/24/2013 00:19:19

****PRODUCTION VERSION****
U.S. EPA SUPERFUND PROGRAM
CERCLIS
SCAP-02 Site Summary Report

PAGE: 1
ENFORCEMENT SENSITIVE INFORMATION
***** FOR INTERNAL USE ONLY *****

REGION: 06

SITE NAME: SOLICO COMPANY
CITY: ALBUQUERQUE
PRIMARY RPM:
PRIMARY OSC: McAteer, Mike
SITE ASSESSMENT MANAGER:

ST: NM

FED FAC: No
EPA ID: NMN000607077
SITE ID: 0607077

SSID: A6X1
ARCHIVE: No
NPL STATUS: N

SITE CATEGORY:
SECTION CODE: Unassigned

NON-NPL STATUS: Rmvl Only Site (No Site Assess Work Needed)

OU	Action/ Subaction	LD	Take Over	Q U R C		Plan Start	Actual Start	Plan Comp	Actual Comp	Prior Yr Obl (000)	Current Yr Obl (000)	Plan			Plan Cntr Veh	Plan FY/Q	Fund Stat	Bud		SCAP Notes
				A	I							Yr Obl (000)	Fin Typ	Spc Acc				Code	SCAP	
00	-- SITEWIDE																			
00	RVL SRCH	RP001	FE		NF		08/01/11	09/30/11	08/25/11	0	0									Grace not ID'ed
00	RMVL	RV001	F		C 1	03/30/12	01/12/12	03/30/13	02/10/12	26	0									
00	Act Memo	AM001	F					09/30/13		0	0									
00	PRP SRCH	QV001	FE					06/30/13	03/20/13	0	0									Solico search/GNL
										26	0		0							
** END OF SITE SUMMARY **																				
														0	B					
														0	P					

Office

Herminda Palacio, M.D., M.P.H.
Executive Director
(713) 439-6000
Fax: (713) 439-6060



Public Health & Environmental Services
Pollution Control Division
107 North Munger, P.O. Box 6031
Pasadena, Texas 77506

Rob Barrett, M.S.
Director
Pollution Control
(713) 920-3131
Fax: (713) 477-8963

May 15, 2003

VIOLATION NOTICE

City of Pasadena
P. O. Box 672
Pasadena, TX 77501

Attn: Office of the Mayor

Gentlemen:

The circumstances described below constitute a violation of Chapter 26 of the Texas Water Code. You are requested to inform this office in writing within ten (10) days of the steps being taken to eliminate the cause of this violation and to prevent recurrence. If the services of an independent laboratory or consultant have been used in making your response, please provide us with names and addresses.

NAME OF OFFENDER: City of Pasadena – Vince Bayou

PERSON CONTACTED: Ralph Chavez

NATURE OF VIOLATION:

On May 6, 2003 at 2:40 p.m., W. C. Kirkpatrick of this office collected a sample from the Pasadena Vince Bayou Wastewater Treatment Plant - Outfall 001. Analysis of this sample using accepted analytical methods determined the following violation of discharge permit number WQ10053-05:

<u>ITEM</u>	<u>DETERMINED CONCENTRATION</u>	<u>MAXIMUM LIMIT</u>
Chlorine after dechlorination	0.28 mg/l	0.10 mg/l

2

VIOLATION NOTICE

City of Pasadena

May 15, 2003

Page 2

Under the Texas Water Code, you are subject to civil penalties of \$50 to \$25,000 per day and/or criminal penalties of \$500 to \$100,000 per day or more for each violation. A case by case review is conducted when each Violation Notice is issued. The ultimate disposition of each case is dependent upon factors such as the nature, magnitude and duration of the violation, steps taken to mitigate the violation, previous violations, and the contents of any response received. In the event that further enforcement action is appropriate, this office may file criminal charges in County Criminal Court, or request that the County Attorney file a civil suit in the Harris County Civil District Courts, or both, as provided by law. Should you have any questions concerning this Violation Notice, or wish to arrange a conference to discuss any compliance plan, please call Chris Barry at (713) 920-2831.

Sincerely,



R. S. Barrett
Pollution Control Division
Public Health & Environmental Services

CB/ljg

cc: ST Environmental Services
3512 E. Pasadena Freeway
Pasadena, TX 77503

VR reply

SEVERN

TRENT

SERVICES

June 11, 2003

Rob Barrett, M.S.
Director
Pollution Control Division
Harris County Public Health & Environmental Svcs
P.O. Box 6031
Pasadena, TX 77506

Savern Trent Services, Inc.
Environmental Services Group
3512 Pasadena Freeway
Pasadena, TX 77503

Tel 713-477-5858
Fax 713-475-0501

RE: Violation Notice (Dated 5/15/03)
City of Pasadena - Vince Bayou WWTP
TNRCC Permit #: WQ0010053-005

Dear Mr. Barrett:

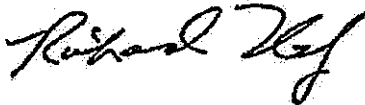
On May 6, 2003, W. C. Kirkpatrick of your office collected an effluent sample at the above referenced facility. Analysis of the sample indicated a higher concentration of chlorine than is permitted.

Mr. Kirkpatrick informed the plant operator, Ralph Chavez, who conducted a chlorine analysis of his own shortly thereafter. His results at that time, and two hours earlier, were within permitted limits. In order to confirm Mr. Chavez's results, a set of chlorine standards were purchased from The Hach Company. Results of the standards comparison indicate the colorimeter is reading chlorine residuals accurately.

Please contact me at (713) 477-5856 if I may be of further assistance.

Sincerely,

SEVERN TRENT SERVICES, INC.



Richard Neely
Assistant Project Manager
Pasadena Project

cc: Robin Green - Public Works Director, City of Pasadena

AGENDA REQUEST

☒ ORDINANCE

☐ RESOLUTION

2K

NO: 2008-296

CAPTION:

Request to approve the sale of two tracts of land located at the Old Vince Bayou Wastewater Treatment Plant Facility to U.S. Oil Recovery #2 LLP; 400 North Richey St.; Pasadena, TX 77506, for the sum of two hundred thousand dollars (\$200,000.00) for tract one, and three hundred forty-five thousand dollars (\$345,000.00) for tract two; and provide for a revised Wastewater Treatment Agreement with US Oil Recovery.

RECOMMENDATIONS & JUSTIFICATION:

Staff solicited offers to purchase one or both of the two tracts of land located at the Old Vince Bayou Wastewater Treatment Plant Facility in April of 2008. The highest offer was submitted by U.S. Oil Recovery.

In addition to the sale of the two tracts of land, this ordinance shall serve to replace the contract between the City of Pasadena and USOR designated by Ordinance 2005-156 and Ordinance 2008-23, which served as a 9 month notice of termination. This contract will allow for continuation of services with USOR under terms defined in this new contract.

(IF ADDITIONAL SPACE IS REQUIRED, PLEASE ATTACH SECOND PAGE)

COST:

TASK NO:

BUDGETED: YES ☐ NO ☐

ACCOUNT NUMBER(S):

REQUESTING DEPARTMENT: Public Works/Purch.

		COUNCIL ACTION	
<u>Robin Green</u> REQUESTING PARTY (TYPED)	DATE: 11/12/2008	FIRST READING:	FINAL READING:
<u>Karen Forbes</u> PURCHASING DEPARTMENT		<u>Riggs</u> MOTION	<u>Brannon</u> MOTION
APPROVED:			
CONTROLLER CERTIFICATION		<u>Brannon</u> SECOND	<u>Cayten</u> SECOND
<u>LEE CLARK</u> CITY ATTORNEY		<u>11-18-08</u> DATE	<u>11-25-08</u> DATE
<u>J. Bell</u> MAYOR		DEFERRED: _____	

An Ordinance accepting the highest bid and authorizing the City of Pasadena to sell real estate property located at the Old Vince Bayou Wastewater Treatment Plant facility to U. S. Oil Recovery #2 LLP, 400 North Richey Street, Pasadena, Texas 77506, said property consisting of 1.776 acres out of the former Vince Bayou Wastewater Treatment Plant, Northeast corner of North Richey Street and proposed Pitts Street for the amount of Two Hundred Thousand and No/100 (\$200,000) Dollars; and 3.075 acres out of the former Vince Bayou Wastewater Treatment Plant, North side of West Richey Access Road, East side of Vince Bayou for the amount of Three Hundred Forty-Five Thousand and No/100 (\$345,000) Dollars, for a total amount of Five Hundred Forty-Five Thousand and No/100 (\$545,000) Dollars; and authorizing the replacement of the Contract between the City of Pasadena and U.S. Oil Recovery designated by Ordinance 2005-156 and Ordinance 2008-23.

WHEREAS, the City offered for sale to the general public City land and improvements described as (Tract 1) 1.776 acres out of the former Vince Bayou Wastewater Treatment Plant, Northeast corner of North Richey Street and proposed Pitts Street; and (Tract 2) 3.075 acres out of the former Vince Bayou Wastewater Treatment Plant, North side of West Richey Access Road, East side of Vince Bayou; and

WHEREAS, the City of Pasadena determines the necessity for the sale of and has advertised for bids and U. S. Oil Recovery #2 LLP has submitted the highest bid for the land and improvements; and

WHEREAS, such bid exceeds the appraised value for such land and improvements; and

WHEREAS, the City and U.S. Oil Recovery desire to replace

the contract designated by Ordinance 2005-156 and Ordinance 2008-23; and

WHEREAS, the offeror has agreed to extend the offer of purchase through April 28, 2009 as evidenced by attachment hereto and the City hereby agrees to same; and

WHEREAS, the construction of the former Vince Bayou Plant was partially funded under Grant C-48179 by the United States Environmental Protection Agency ("EPA"); and

WHEREAS, the City selects to use the net proceeds of sale in the City's capital improvements program for its own wastewater treatment system including rehabilitating the City's sewers and wastewater pumping stations as authorized by the EPA upon such sale; NOW, THEREFORE,

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF PASADENA:

SECTION 1. That the City Council hereby adopts the preamble to this Ordinance.

SECTION 2. That the City accepts the highest bid in the total amount of Five Hundred Forty-Five Thousand and No/100 (\$545,000) Dollars from U. S. Oil Recovery #2 LLP for the purchase of land and improvements on two tracts of real property described as Tract 1 consisting of 1.776 acres out of the former Vince Bayou Wastewater Treatment Plant, Northeast corner of North Richey Street and proposed Pitts Street; and Tract 2 consisting of 3.075 acres out of the former Vince Bayou Wastewater Treatment Plant, North side of

West Richey Access Road, East side of Vince Bayou, and authorizes the sale to U. S. Oil Recovery #2 LLP of Tract 1 for Two Hundred Thousand and No/100 (\$200,000) Dollars and Tract 2 for Three Hundred Forty-Five Thousand and No/100 (\$345,000) Dollars for a total price of Five Hundred Forty-Five Thousand and No/100 (\$545,000) Dollars.


SECTION 3. That the Contract approved by Ordinance 2005-156 and Ordinance 2008-23 shall be replaced by the Wastewater Treatment Agreement attached hereto as Exhibit "B" and hereby authorized and approved.

SECTION 4. That the Mayor or his authorized designee is hereby authorized to execute for and on behalf of the City all documents as appropriate for the conveyance of such real property as described in the attached exhibit "A".

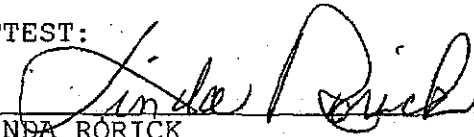
SECTION 5. That the City Council officially determines that a sufficient written notice of the date, hour, place and subject of this meeting of the City Council was posted at a place convenient to the public at the City Hall of the City for the time required by law preceding this meeting, as required by the Open Meetings Law, Chapter 551, Texas Government Code; and that this meeting has been open to the public as required by law at all times during which this ordinance and the subject matter thereof has been discussed, considered and formally acted upon. The City Council further confirms such written notice and the contents and posting thereof.

PASSED ON FIRST READING by the City Council of the City of
Pasadena, Texas in regular meeting in the City Hall this the
18th day of November, A.D., 2008.


APPROVED this the 18th day of November, A.D., 2008.


JOHNNY ISBELL, MAYOR
OF THE CITY OF PASADENA, TEXAS

ATTEST:



LINDA RORICK
CITY SECRETARY
CITY OF PASADENA, TEXAS

APPROVED:

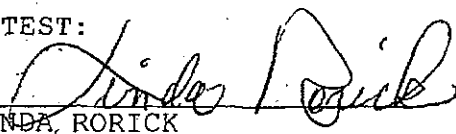

LEE CLARK
CITY ATTORNEY
CITY OF PASADENA, TEXAS

PASSED ON SECOND AND FINAL READING by the City Council of the
City of Pasadena, Texas in regular meeting in the City Hall
this the 25th day of November, A. D., 2008.


APPROVED this the 25th day of November, A.D., 2008.


JOHNNY ISBELL, MAYOR
OF THE CITY OF PASADENA, TEXAS

ATTEST:


LINDA RORICK
CITY SECRETARY
CITY OF PASADENA, TEXAS

APPROVED:


LEE CLARK
CITY ATTORNEY
CITY OF PASADENA, TEXAS



CITY OF PASADENA

**OFFER TO PURCHASE REAL PROPERTY
Sealed Offer
Number 08-009**

The undersigned Offeror agrees to purchase the Property in compliance with the terms, conditions, and procedures set forth in Request for Offers 08-009, and certifies that the offer listed below will be extended through April 28, 2009.

Amount of Offer: Tract 1: \$200,000.00

Tract 2: \$345,000.00


Signature of Certifying Corporate Offeror

Klaus Genssler, President
Printed Name of Certifying Corporate Offeror

11/24/08
Date

City of Pasadena



Purchasing Department
1211 Southmore, Suite 201
Pasadena, Texas 77502
713-475-5532
FAX: 713-472-0144

SUBMIT TO: CITY OF PASADENA CITY SECRETARY'S OFFICE 1211 SOUTHMORE, SUITE 115 PASADENA, TX 77502		Request For Offer (RFO)	
MAILING DATE April 4, 2008	TITLE Sale of Two Tracts of Land at Former Vince Bayou Wastewater Treatment Plant	NUMBER 08-009	CLOSING DATE & TIME Monday, April 28, 2008 4:00pm
PRE-OFFER DATE, TIME AND LOCATION N/A			
NAME OF PARTNERSHIP, CORPORATION OR INDIVIDUAL US Oil Recovery #2 LLP		TAXPAYER IDENTIFICATION NUMBER (b) (6)	
MAILING ADDRESS 400 North Richey Street		NO OFFER: If not submitting an Offer, state reason below and return one copy of this form	
CITY-STATE-ZIP Pasadena, Tx 77506			
PH: 713- 473 0013		EMAIL: Klaus.g@usoilrecovery.com	
FX: 713- 472 5668		WEB ADDRESS: www.usoilrecovery.com	
TOTAL OFFER AMOUNT \$ TRACT #1 200,000 TRACT #2 345,000			
Offers are firm for Acceptance for 90 days Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Other <input type="checkbox"/>			
I certify that this offer is made without prior understanding, agreement, or connection with any corporation, firm, or person submitting an Offer for the same property, and is in all respects fair and without collusion or fraud. I agree to abide by all conditions of this offer and certify that I am authorized to sign this offer for the Offeror.			
AUTHORIZED SIGNATURE 		DATE 4/28/08	PRINTED NAME/TITLE Klaus Genssler, President
Please initial by all that apply. I acknowledge receipt of the following addendum: Addendum #1 _____ Addendum #2 _____ Addendum #3 _____ Addendum #4 _____			

Please note the following:

- **This page must be completed and returned with your offer**
- **Offers must be submitted in a sealed envelope, marked with offer number & closing date.**
- **Offers received after the above closing date and time will not be accepted.**

**Attachment A
CITY OF PASADENA**

**OFFER TO PURCHASE REAL PROPERTY
Sealed Offer Number 08-009**

The undersigned Offeror agrees, if the City awards the purchase to the undersigned Offeror within one hundred twenty (120) calendar days after the date the offers are opened by the City, to purchase the Property in compliance with the terms, conditions and procedures set forth in this Request for Offer.

Amount of Offer: Purchase Price Tract 1: \$200,000

Purchase Price Tract 2: \$345,000

(Transfer offer amount(s) to front page of RFO)

The instrument of conveyance should name the following Grantee(s):

Offeror is: ☐ Individual ☒ Partnership ☐ Trustee ☐ Corporation

Name: US Oil Recovery #2 LLP

Street: 400 North Richey Street

City: Pasadena, Tx 77506

Telephone: 713 - 473 0013

Signature: 

Signer's Name & Title: Klaus Genssler, President

CERTIFICATE OF CORPORATE OFFEROR

To be completed by Corporate Official other than the person signing offer above.

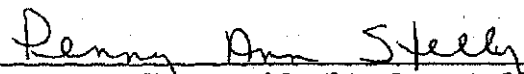
I, certify that I am Secretary (OFFICIAL TITLE) of the Corporation named as

Offeror herein; that Klaus Genssler who signed this offer on behalf of the

Offeror, was then President of the said Corporation: that said offer was

duly signed for and on behalf of said Corporation by authority of its governing body is within the scope of its corporate Powers.

(SEAL)


Signature of Certifying Corporate Offeror

4/28/08

Date



400 N. Richey Street
Pasadena, Texas 77506
Tel. 713.473.0013
Fax. 713.472.5668

City of Pasadena
Purchasing Department
1211 Southmore, Suite 201
Pasadena, Texas 77502

RE: Request for Offer 08-009 – Evidence of Funds

April 28, 2008

To Whom It May Concern:

Our offer is being made in the name of US Oil Recovery #2 LLP, which is an affiliate of US Oil Recovery LP. Please find attached a commitment letter from Frost Bank to support our offer for the above referenced Request for Offer.

If you require further information regarding the Evidence of Funds for our offer, please do not hesitate to contact Mark Wilson at Frost Bank – Clear Lake City office (Tel 713 388 1021).

Regards

US Oil Recovery LP
US Oil Recovery #2 LLP

By: 
Klaus Gensler, President

Ciba Specialty Chemicals Corporation

Ciba

Material Safety Data Sheet

OSHA / ANSI 2003 Compliant

MSDS date: 01-Jul-2004

NFPA Rating: Health: 1 Flammability: 1 Instability: 0 Special Hazards: -
HMIS Rating: Health: 1 Flammability: 1 Physical Hazard: 0 Personal Protection: X

1. PRODUCT AND COMPANY IDENTIFICATION

Product Name: ZETAG 8818
Product Number: 2295260
Chemical Family: Cationic Polyacrylamide Emulsion
Intended Use: Flocculant
Manufacturer/Supplier: Ciba Specialty Chemicals Corporation
2301 Wilroy Road
Suffolk, VA 23434
8:30am - 5pm Phone Number: 1-757-538-3700
MSDS Request Line (voicemail): 1-800-431-2360
Customer Service/Product Information 1-800-322-3885
Emergency 24-Hour Health/Environmental Phone: 1-800-873-1138

2. HAZARDS IDENTIFICATION

EMERGENCY OVERVIEW

Signal Word:	CAUTION!
Physical Form:	Liquid
Health:	Contact causes eye irritation. Contact causes skin irritation. Harmful if inhaled.
Physical Hazards:	Slip hazard when wet.
Environmental:	Prevent spillage or leakage into a body of water

OSHA Hazardous Substance: This material is classified as hazardous under OSHA regulations.
Potential Health Effects: Inhalation of petroleum vapors may cause central nervous system depression.
Primary Route(s) of Entry: Ingestion, Skin, Inhalation, Eyes.

3. COMPOSITION/INFORMATION ON INGREDIENTS

HAZARDOUS COMPONENTS

Components	CAS Number	Weight %
Alcohols, C12-14-secondary, ethoxylated	84133-50-6	1-4
DISTILLATES, PETROLEUM, HYDROTREATED LIGHT	64742-47-8	25-30
Ethanolaminium, N,N,N-trimethyl-2-[(1-oxo-2-propenyl)oxy]-, chloride, polymer with 2-propenamide	69418-26-4	39-41

4. FIRST AID MEASURES

- Eyes:** Immediately flush the eye(s) with lukewarm, gently flowing water for 15 minutes or until the chemical is removed. Get medical attention.
- Skin:** Wash off immediately with soap and plenty of water. Get medical attention if irritation occurs. If clothing is contaminated, remove and launder before reuse.
- Inhalation:** Remove to fresh air, if not breathing give artificial respiration. If breathing is difficult, give oxygen and get immediate medical attention.
- Ingestion:** Do not induce vomiting. If vomiting occurs naturally, have casualty lean forward to reduce the risk of aspiration. Seek medical attention immediately.

5. FIRE FIGHTING MEASURES

- Fire Fighting Measures:** Standard procedure for chemical fires. Cool fire-exposed containers with water.
- Suitable Extinguishing Media:** Carbon dioxide, dry chemical or foam.
- Unsuitable Extinguishing Media:** The product becomes slippery when wet. If water is used, restrict pedestrian and vehicular traffic in areas where slip hazard may exist.
- Fire Fighting Equipment:** Wear self-contained breathing apparatus and protective suit.
- Unusual hazards:** Spills can cause very slippery conditions on floors.
- Hazardous Combustion Products:** Burning may produce oxides of carbon or nitrogen.

6. ACCIDENTAL RELEASE MEASURES

- Cleanup Instructions:** Absorb spill with inert material (e.g. dry sand or earth), then place in a chemical waste container. Wear suitable protective equipment. Should not be released into the environment.

7. HANDLING AND STORAGE

- Handling:** As with all industrial chemicals, use good industrial practices when handling. Avoid eye, skin, and clothing contact. Do not inhale. Do not taste or swallow. Use only with adequate ventilation. Slip hazard when wet. Clean up spills promptly.
- Storage:** Keep containers tightly closed in a cool, well-ventilated place. Avoid extremes of temperature. Keep from freezing. Product becomes viscous and difficult to handle when cold.
- Explosion Hazards:** None known.

Frost:

Product may freeze; however, it should recover upon warming. Should freezing occur, warm slowly. Thawed product should be thoroughly mixed with low shear agitation prior to use.

For Industrial Use Only**8. EXPOSURE CONTROLS / PERSONAL PROTECTION****Exposure Guidelines:**

Components	OSHA PEL	OSHA STEL	ACGIH TWA	ACGIH STEL	Ciba/ Manufacturer IEL:
DISTILLATES, PETROLEUM, HYDROTREATED LIGHT 64742-47-8			200 mg/m ³		

Personal Protective Equipment

Eye/Face Protection:	Wear splash proof chemical goggles.
Skin Protection:	Wear chemical resistant gloves and protective clothing.
Respiratory Protection:	Use NIOSH approved respirator as needed to mitigate exposure.
Engineering Controls:	Work in well ventilated areas. Do not breathe vapors or mist.
Other Protective Equipment:	Eye wash station and safety shower should be available in immediate work area. Select additional protective equipment based upon potential for exposure.

9. PHYSICAL AND CHEMICAL PROPERTIES

Physical Form:	Liquid
Boiling Point:	-100°C (-212°F)
Freezing/Melting Point:	Not determined
Solubility in water:	Soluble, solubility limited by viscosity
Vapor Density:	Not determined
Vapor Pressure:	Not determined
Specific Gravity:	1.03
pH:	3.5 - 4.5
Percent Volatile:	Not determined
VOC:	Not determined
Partition Coefficient (Octanol/Water):	Not determined
Autoignition Temperature:	Not determined
Decomposition Temperature:	Not determined
Flammability Limits in Air:	
Upper	Not determined
Lower	Not determined
Flash point:	>93°C (>200°F)
Test Method (for Flash Point):	PMCC

10. STABILITY AND REACTIVITY

Stability:	Stable.
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Conditions to Avoid:	Avoid temperature extremes, especially frost and freezing conditions. Avoid static discharges and sources of ignition.
Incompatibility:	Strong oxidizing agents. (may degrade polymer)
Hazardous Decomposition Products:	No decomposition expected under normal storage conditions.
Possibility of Hazardous Reactions:	None expected.

11. TOXICOLOGICAL INFORMATION

Acute Oral Toxicity:	Low oral toxicity.
Acute Dermal Toxicity:	Not determined
Acute Inhalation Toxicity:	Not determined
Eye Irritation:	May cause eye irritation.
Skin Irritation:	May cause slight irritation, especially with repeated or prolonged exposure.
Skin Sensitization:	Not determined
Carcinogenicity (IARC; NTP; OSHA; ACGIH):	None of the components in this product at concentrations greater than 0.1% are listed by IARC, NTP, OSHA or ACGIH as a carcinogen.
Carcinogenicity Studies:	Not listed as a carcinogen by IARC, NTP, OSHA, or ACGIH.
Mutagenicity:	No data for product.
Reproductive Toxicity:	No data for product.
Teratogenicity:	No data for product.
Neurotoxicity:	Not determined
Subacute Toxicity:	Not determined
Subchronic Toxicity:	Not determined
Chronic toxicity:	Not determined
Absorption / Distribution / Excretion / Metabolism:	Not determined
Additional Information:	Not determined

12. ECOLOGICAL INFORMATION

Toxicity to Fish:	96 hour LC50 18 mg/L (Rainbow trout) (under static conditions in the presence of humic acid) 96-hour, NOEC 13 mg/l
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Toxicity to Invertebrates:	48 hour < LC50 3.1 mg/L (Daphnia magna) (under static conditions in the presence of humic acid)
Toxicity to Algae:	Not determined
Toxicity to Sewage Bacteria:	Not determined
Activated Sludge Respiration Inhibition Test:	Not determined
Biochemical Oxygen Demand (BOD):	Not determined
Chemical Oxygen Demand (COD):	Not determined
Total Oxygen Demand (TOD):	Not determined
Biodegradability:	Not determined
Bioaccumulation:	Not determined
Additional Environmental Data:	This product contains cationic polymer(s) that may be toxic to aquatic organisms when tested in pure (distilled) water. Toxicity is greatly reduced by particles in natural water.

13. DISPOSAL CONSIDERATIONS

Waste Disposal: Dispose in accordance with local, state, provincial and federal regulations.

14. TRANSPORT INFORMATION

U.S. Department of Transportation (DOT):

Not regulated for this mode of transport.

DOT (Bulk) Oil Statement:

This product is considered to be an oil per the definitions in 49 CFR 130.2. If packed in a container with a capacity of 3,500 gallons or more, the Communication Requirements at 49 CFR 130.11 and the Response Plan Requirements at 49 CFR 130.31 and 130.33 apply to Domestic transportation by motor vehicles and rolling stock.

Notification of releases to the National Response Center (NRC), 800-424-8802, may be necessary. In the Washington, DC metropolitan area, call 202-426-2675.

International Maritime Dangerous Goods (IMDG):

Not regulated for this mode of transport.

International Air Transportation Authority (IATA):

Not regulated for this mode of transport.

15. REGULATORY INFORMATION

Federal Regulations

OSHA Hazardous Substance: This material is classified as hazardous under OSHA regulations.

Clean Air Act - Hazardous Air Pollutants (HAP): This product contains the following Hazardous Air Pollutants (HAP), as defined by the U.S. Clean Air Act Section 112 (40 CFR 61).

Components	CAA Section 112 Statutory Hazardous Air Pollutants
2-propenamide 79-06-1	Listed.

Clean Air Act - Volatile Organic Compounds (VOC): This product contains the following SOCM/ Intermediate or Final Volatile Organic Compounds (VOC), as defined by the U.S. Clean Air Act Section 111 (40 CFR 60.489).

Components	CAA Section 111 Volatile Organic Compounds
2-propenamide 79-06-1	Listed.
Poly(oxy-1,2-ethanediyl), .alpha.-hydro- -omega.-hydroxy- 25322-68-3	Listed.
2-Propanol 67-63-0	Listed.
Hexanedioic acid 124-04-9	Listed.

Clean Air Act - Ozone Depleting Substances (ODS): This product neither contains, nor was manufactured with, a Class I or Class II ozone depleting substance (ODS), as defined by the U.S. Clean Air Act Section 602 (40 CFR 82, Subpt. A, App. A+B).

Clean Water Act - Priority Pollutants (PP): This product does not contain any priority pollutants listed under the U.S. Clean Water Act Section 307 (2)(1) Priority Pollutant List (40 CFR 401.15).

Resource Conservation and Recovery Act (RCRA): Not a hazardous waste under RCRA (40 CFR 261.21).

SARA Section 302 Extremely Hazardous Substances (EHS): This product contains the following component(s) regulated under Section 302 (40 CFR 355) as Extremely Hazardous Substances.

Components	Section 302 Extremely Hazardous Substances (EHS)
2-propenamide 79-06-1 (0-0.1 %)	Listed.

SARA Section 304 CERCLA Hazardous Substances: This product contains the following component(s) regulated under Section 304 (40 CFR 302) as hazardous chemicals for emergency release notification ("CERCLA" List).

Components	Section 304 CERCLA Hazardous Substances	CERCLA Reportable Quantity
2-propenamide 79-06-1 (0-0.1 %)	Listed.	5000 LBS
Hexanedioic acid 124-04-9 (0.88 - 0.98 %)	Listed.	5000 LBS

SARA Section 311/312 Hazard Communication Standard (HCS): This product is regulated under Section 311/312 HCS (40 CFR 370), Acute (immediate) health hazard.

SARA Section 313 Toxic Chemical List (TCL): This product does not contain any components reportable under Sec 313 (40 CFR 372).

TSCA Section 8(b) Inventory Status: All component(s) comprising this product are either exempt or listed on the TSCA inventory.

TSCA Section 5(e) Consent Orders: This product is not subject to a Section 5(e) Consent Order.

TSCA Significant New Use Rule (SNUR): This product is not subject to a Significant New Use Rule (SNUR).

TSCA Section 5(f): This product is not subject to a Section 5(f)/6(a) rule.

TSCA Section 12(b) Export Notification: This product does not contain any component(s) that are subject to a Section 12(b) Export Notification

State Regulations

California Proposition 65: This product contains the following component(s) currently on the California list of Known Carcinogens and Reproductive Toxins.

Components	California Proposition 65
2-propenamide 79-06-1	Carcinogenic.

Pennsylvania Right-To-Know: This product contains the following component(s) which are subject to Pennsylvania Right-to-Know disclosure requirement.

Components	CAS Number	Pennsylvania Right-to-Know
DISTILLATES, PETROLEUM, HYDROTREATED LIGHT	64742-47-8	Not Listed.
Ethanaminium, N,N,N-trimethyl-2-[(1-oxo-2-propenyl)oxy]-, chloride, polymer with 2-propenamide	69418-26-4	Not Listed.
Water	7732-18-5	Not Listed.

International Regulations

Chemical Weapons Convention (CWC): This product does not contain any component(s) listed under the Chemical Weapons Convention Schedule of Chemicals.

Domestic Substance List (DSL) Status: All components are listed on the DSL.

15. OTHER INFORMATION

Reason for revision: New MSDS format.

Product Safety & Regulatory (PS&R) contact: Leon Knight (757) 538-5126

Trademark Acknowledgement: Zetag is a Registered Trademark of Ciba Specialty Chemicals

Disclaimer: The information contained herein is based upon data believed to be correct. However, no guarantee or warranty of any kind, expressed or implied, is made with respect to such data or information. The user is responsible for determining whether the product is suitable for its intended conditions of use.

RUN DATE: 09/24/13 09:10:45
 CERCLIS DATABASE DATE: 09/24/13
 CERCLIS DATABASE TIME: 10:10:45
 VERSION: 24.01
 DB REFRESH DATE: National 9/24/2013 00:19:19

****PRODUCTION VERSION****
 U.S. EPA SUPERFUND PROGRAM
 CERCLIS
 SCAP-02 Site Summary Report

PAGE: 1
 ENFORCEMENT SENSITIVE INFORMATION
 ***** FOR INTERNAL USE ONLY *****

REGION: 06

SITE NAME: SOUTHWEST VERMICULITE COMPANY

CITY: ALBUQUERQUE ST: NM

PRIMARY RPM:

PRIMARY OSC: McAteer, Mike

SITE ASSESSMENT MANAGER:

FED FAC: No

EPA ID: NMN000607041

SITE ID: 0607041

SSID: A6Q8

ARCHIVE: No

NPL STATUS: N

NON-NPL STATUS: Rmvl Only Site (No Site Assess Work Needed)

SITE CATEGORY:

SECTION CODE: Unassigned

OU	Action/ Subaction	LD	Take Over	Q U A L	C R I T	Plan Start	Actual Start	Plan Comp	Actual Comp	Prior Yr Obl (000)	Current Yr Obl (000)	Plan Yr Obl (000)	Fin Typ	Spc Acc	Plan Cntr Veh	Plan FY/Q	Bud Fund Stat	Src Code	SCAP Notes
00	-- SITEWIDE																		
00	RVL SRCH	RP001	FE		NF		03/20/11	09/30/11	08/25/11	0	0								Grace not ID-ed
00	RMVL	RV001	F		C 1	03/30/12	01/12/12	03/30/13	02/10/12	0	0								
00	Act Memo	AM001	F					09/30/13		0	0								
										0	0	0							
												0	B						
												0	P						

** END OF SITE SUMMARY **

TOTAL NUMBER OF SITES IN REPORT: 1

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY



IN THE MATTER OF AN
ENFORCEMENT ACTION
CONCERNING
THE CITY OF PASADENA
TEXAS POLLUTANT DISCHARGE
ELIMINATION SYSTEM ("TPDES")
PERMIT NO. 10053-005
REGULATED ENTITY ID NO.
RN101609584

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BEFORE THE

TEXAS COMMISSION ON

ENVIRONMENTAL QUALITY

AGREED ORDER DOCKET NO. 2003-1017-MWD-E

At its **MAY 11 2005** agenda, the Texas Commission on Environmental Quality ("the Commission" or "TCEQ") considered this agreement of the parties, resolving an enforcement action regarding the City of Pasadena ("the City") under the authority of TEX. WATER CODE chs. 7 and 26. The Executive Director of the TCEQ, through the Enforcement Division, and the City presented this agreement to the Commission.

The City understands that it has certain procedural rights at certain points in the enforcement process, including, but not limited to, the right to formal notice of violations, notice of an evidentiary hearing, the right to an evidentiary hearing, and a right to appeal. By entering into this Agreed Order, the City agrees to waive all notice and procedural rights.

It is further understood and agreed that this Order represents the complete and fully-integrated settlement of the parties. The provisions of this Agreed Order are deemed severable and, if a court of competent jurisdiction or other appropriate authority deems any provision of this Agreed Order unenforceable, the remaining provisions shall be valid and enforceable. The duties and responsibilities imposed by this Agreed Order are binding upon the City.

The Commission makes the following Findings of Fact and Conclusions of Law:

I. FINDINGS OF FACT

1. The City owns and operates a municipal wastewater treatment facility located on the east and west banks of Vince Bayou, west of McDonald Street and north of West Richey Access Road, Pasadena, Harris County, Texas (the "Facility").

2. The City has caused, suffered, allowed or permitted the discharge of any waste or the performance of any activity in violation of TEX. WATER CODE ch. 26 or any rule, permit, or order of the Commission.
3. During a record review on July 7, 2003, TCEQ staff documented
 - a. The following permit excursions:

Month/Year	TSS Daily Average	TSS Daily Maximum	NH3-N Daily Average	NH3-N Daily Average	NH3-N Daily Maximum	CBOD Daily Average	CBOD Daily Average	CBOD Daily Maximum	Total Residual Chlorine (Instantaneous Maximum)
	15 mg/L	40 mg/L	292 lbs/day	5 mg/L	10 mg/L	584 lbs/day	10 mg/L	25 mg/L	0.099 mg/L
April 2002	c	110 mg/L	c	c	c	c	c	44 mg/L	c
June 2002	c	44 mg/L	c	c	c	c	c	c	c
August 2002	c	c	c	c	c	c	c	c	1.4 mg/L
December 2002	c	c	c	c	c	c	c	33.6 mg/L	c
February 2003	c	40.5 mg/L	1072.1 lbs/day	16.1 mg/L	23.1 mg/L	662.4 lbs/day	c	36.7 mg/L	c
March 2003	15.8 mg/L	61.3 mg/L	979.6 lbs/day	20.5 mg/L	26.4 mg/L	629.9 lbs/day	11.3 mg/L	33 mg/L	c
April 2003	c	c	1046.3 lbs/day	23 mg/L	31.1 mg/L	c	c	41 mg/L	c
May 2003	c	c	1261.3 lbs/day	25.3 mg/L	29.7 mg/L	c	c	c	c
June 2003	c	c	1145.5 lbs/day	20.5 mg/L	27.1 mg/L	c	c	c	c
July 2003	c	47 mg/L	888.3 lbs/day	16.9 mg/L	23 mg/L	c	c	c	c

Legend	
Name	Abbreviation
milligrams per liter	mg/L
pounds per day	lbs/day
colonies per 100 milliliters	cfu/100 ml
total suspended solids	TSS
5-day carbonaceous biochemical oxygen demand	BOD ₅
ammonia-nitrogen	NH3-N
fecal coliform	FC
average	av.

- b. The City had not submitted written notification that construction of the new wastewater treatment plant was completed by December 24, 2002.

4. The City received notice of the violations on October 22, 2003.
5. The Executive Director recognizes that the City has, as indicated in a letter from the City dated January 15, 2004, completed construction of a new 14.0 million gallon per day ("MGD") wastewater treatment plant which went into service on January 16, 2004. The new wastewater treatment plant will be receiving inflow from the effluent of the Old Vince Bayou Plant until the Old Vince Bayou Plant is decommissioned.

II. CONCLUSIONS OF LAW

1. The City is subject to the jurisdiction of the TCEQ pursuant to TEX. WATER CODE § 7.002 and ch. 26, and the rules of the Commission.
2. As evidenced by Finding of Fact No. 3.a., the City failed to meet permitted effluent limits at Outfall 001, in violation of 30 TEX. ADMIN. CODE § 305.125(1); TPDES Permit No. 10053-005, Interim Effluent Limitations and Monitoring Requirements, and Final Effluent Limitations and Monitoring Requirements; and TEX. WATER CODE § 26.121(a).
3. As evidenced by Finding of Fact No. 3.b., the City failed to submit written notification to the Water Quality Management Information Systems Team within 14 days that construction of the new wastewater treatment plant was complete, in violation of 30 TEX. ADMIN. CODE § 305.125(1) and (18), and TPDES Permit No. 10053-005, Other Requirements No. 7.
4. Pursuant to TEX. WATER CODE § 7.051, the Commission has the authority to assess an administrative penalty against the City for violations of the Texas Water Code and the Texas Health and Safety Code within the Commission's jurisdiction; for violations of rules adopted under such statutes; or for violations of orders or permits issued under such statutes.
5. An administrative penalty in the amount of Two Hundred Thirty-Four Thousand Five Hundred Dollars (\$234,500) is justified by the facts recited in this Agreed Order, and considered in light of the factors set forth in TEX. WATER CODE § 7.053. Two Hundred Thirty-Four Thousand Five Hundred Dollar (\$234,500) shall be conditionally offset by the City's completion of a Supplemental Environmental Project.

III. ORDERING PROVISIONS

NOW, THEREFORE, THE TEXAS COMMISSION ON ENVIRONMENTAL QUALITY ORDERS that:

1. The City is assessed an administrative penalty in the amount of Two Hundred Thirty-Four Thousand Five Hundred Dollars (\$234,500), as set forth in Section II, Paragraph 5 above, for violations of TCEQ rules and state statutes. The imposition of this administrative penalty and the City's compliance with all the terms and conditions set forth in this Agreed Order completely resolve the violations set forth by this Agreed Order in this action. However, the Commission shall not be

not raised here. Administrative penalty payments shall be made payable to "TCEQ" and shall be sent with the notation "Re: City of Pasadena, Docket No. 2003-1017-MWD-E" to:

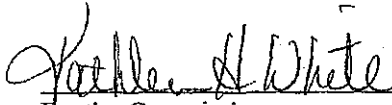
Financial Administration Division, Revenues Section
Attention: Cashier's Office, MC 214
Texas Commission on Environmental Quality
P.O. Box 13088
Austin, Texas 78711-3088

2. The City shall implement and complete a Supplemental Environmental Project ("SEP") in accordance with TEX. WATER CODE § 7.067. As set forth in Section II, Paragraph 5 above, Two Hundred Thirty-Four Thousand Five Hundred Dollars (\$234,500) of the assessed administrative penalty shall be offset with the condition that the City implement the SEP defined in Attachment A, incorporated herein by reference. The City's obligation to pay the conditionally offset portion of the administrative penalty assessed shall be discharged upon final completion of all provisions of the SEP agreement.
3. The provisions of this Agreed Order shall apply to and be binding upon the City. The City is ordered to give notice of this Agreed Order to personnel who maintain day-to-day control over the Facility operations referenced in this Agreed Order.
4. If the City fails to comply with any of the Ordering Provisions in this Agreed Order within the prescribed schedules, and that failure is caused solely by an act of God, war, strike, riot, or other catastrophe, the City's failure to comply is not a violation of this Agreed Order. The City has the burden of establishing to the Executive Director's satisfaction that such an event has occurred. The City shall notify the Executive Director within seven days after the City becomes aware of a delaying event and shall take all reasonable measures to mitigate and minimize any delay.
5. The Executive Director may grant an extension of any deadline in this Agreed Order or in any plan, report, or other document submitted pursuant to this Agreed Order, upon a written and substantiated showing of good cause. All requests for extensions by the City shall be made in writing to the Executive Director. Extensions are not effective until the City receives written approval from the Executive Director. The determination of what constitutes good cause rests solely with the Executive Director.
6. The Executive Director may refer this matter to the Office of the Attorney General of the State of Texas ("OAG") for further enforcement proceedings without notice to the City if the Executive Director determines that the City has not complied with one or more of the terms or conditions in this Agreed Order.
7. This Agreed Order shall terminate five years from its effective date or upon compliance with all the terms and conditions set forth in this Agreed Order, whichever is later.

10. This agreement may be executed in multiple counterparts, which together shall constitute a single original instrument. Any executed signature page to this Agreement may be transmitted by facsimile transmission to the other parties, which shall constitute an original signature for all purposes.
11. The Chief Clerk shall provide a copy of this Agreed Order to each of the parties. By law, the effective date of this Agreed Order is the third day after the mailing date, as provided by 30 TEX. ADMIN. CODE § 70.10(b) and TEX. GOV'T CODE § 2001.142.

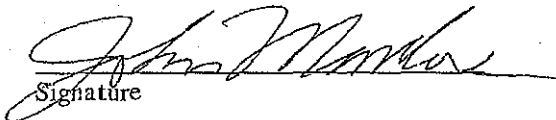
SIGNATURE PAGE

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY


For the Commission

I, the undersigned, have read and understand the attached Agreed Order in the matter of the City of Pasadena. I am authorized to agree to the attached Agreed Order on behalf of the City of Pasadena, and do agree to the specified terms and conditions.

I understand that by entering into this Agreed Order, the City of Pasadena waives certain procedural rights, including, but not limited to, the right to formal notice of violations addressed by this Agreed Order, notice of an evidentiary hearing, the right to an evidentiary hearing, and the right to appeal. I agree to the terms of the Agreed Order in lieu of an evidentiary hearing. This Agreed Order constitutes full and final adjudication by the Commission of the violations set forth in this Agreed Order.

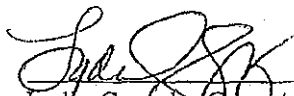

Signature

May 25, 2004
Date

JOHN Manlove
Name (printed or typed)
Authorized Representative
City of Pasadena

Mayor
Title

I, the undersigned, on behalf of the Executive Director of the Texas Commission on Environmental Quality, hereby agree to the terms of this Agreed Order in lieu of an evidentiary hearing. This Agreed Order represents full and final adjudication of the violations giving rise to this Agreed Order.


Lydia Gonzalez Gromatzky
Deputy Director
Office of Legal Services
Texas Commission on Environmental Quality

4-1-05
Date

Attachment A

SUPPLEMENTAL ENVIRONMENTAL PROJECT

The Texas Commission on Environmental Quality ("TCEQ"), agrees to offset a portion of the administrative penalty assessed in this Agreed Order with the condition that the City of Pasadena perform and comply with the following Supplemental Environmental Project ("SEP") provisions. The total amount of the conditional offset for the SEP, upon completion according to the terms and schedules listed below, shall be Two Hundred Thirty-Four Thousand Five Hundred Dollars (\$234,500) of the payable penalty of Two Hundred Thirty-Four Thousand Five Hundred Dollars (\$234,500).

1. Project Description

A. Project

The City of Pasadena will improve a retention pond located in the northwest corner of the city. The city will excavate and restore an outside levee on the east side of the retention pond, remove debris/trash and regrade the entire outer bank, and restore the retention pond with top soil and seed to revegetate. There are no requirements for the city to make these improvements, and the city is currently in compliance regarding this retention pond. The City of Pasadena will use SEP monies only for the direct cost of implementing the project, and no portion will be spent on administrative costs.

The City of Pasadena certifies that there is no prior commitment to do this project and that it is being performed solely in an effort to settle this enforcement action.

This SEP will provide a discernible environmental benefit by aiding in the prevention of raw sewage leaking into the surrounding ground and into the Vince Bayou.

B. Minimum Expenditure

The offset of Two Hundred Thirty-Four Thousand Five Hundred Dollars (\$234,500) of the payable penalty is based upon the City of Pasadena's agreement to spend at least Two Hundred Thirty-Four Thousand Five Hundred Dollars (\$234,500) to complete the project described above and to comply with all other provisions of this SEP.

Subject to previously stated restrictions on the use of SEP monies and to the extent it can be documented, the City of Pasadena will receive credit for the hours its employees and equipment are used implementing the SEP. Equipment credits will be based on the schedule of equipment rates published by the Federal Emergency Management Agency. The City of Pasadena will not receive credit for volunteer labor or equipment. The City of Pasadena will also not receive credit for gratuities and/or inducements for volunteers.

City of Pasadena
AGREED ORDER
Attachment A

2. Performance Schedule

Within 30 days after the effective date of this Agreed Order, the City of Pasadena will begin implementation of this SEP. The project will be completed within one year after the effective date of this order.

3. Records and Reporting

The City of Pasadena shall maintain records of the costs of the project. A progress report will be provided to the SEP Coordinator every 90 days. The progress report will include:

1. A description of the status of the project with photos;
2. The approximate expenditures in the reporting period;
3. Other information that may be necessary to specify the steps taken to implement the project.

A final report summarizing all costs will be due 30 days following the conclusion of the project. The final report shall contain the following information:

1. An itemized list of expenditures and costs incurred with receipts, copies of checks or other verifying documentation attached;
2. The total amount of costs incurred;
3. A statement of quantifiable environmental benefits;
4. Any additional information the City of Pasadena believes will demonstrate compliance with this agreement.

Copies of receipts, checks, invoices, and other documentation verifying appropriate expenditures and the completion of the project must be submitted with the final report.

The City of Pasadena agrees to provide additional information required by the SEP Coordinator and allow access to all financial records related to the receipt and expenditure of SEP monies and to allow a representative of the TCEQ, upon request, access to the site of any work being financed in whole or in part by SEP monies. **All SEP reports and information shall be submitted to the following address:**

Litigation Division
Attention: SEP Coordinator, MC 175
Texas Commission on Environmental Quality
P.O. Box 13087
Austin, Texas 78711-3087

City of Pasadena
AGREED ORDER
Attachment A

4. Failure to Fully Perform

If the City of Pasadena does not perform its obligations under this SEP in any way, including full expenditure of all required funds and the submittal of adequate reports, the Executive Director may require immediate payment of all or part of the Two Hundred Thirty-Four Thousand Five Hundred Dollars (\$234,500) conditionally offset.

The check for any amount due shall be made out to "Texas Commission on Environmental Quality" and mailed to:

Texas Commission on Environmental Quality
Financial Administration Division, Revenues
Attention: Cashier, MC 214
P.O. Box 13088
Austin, Texas 78711-3088

A copy of the check shall be mailed to the TCEQ SEP Coordinator at the address in Section 3 above.

5. Publicity

Any public statements concerning this SEP made by, or on behalf of, the City of Pasadena must include a clear statement that the project was performed as part of the settlement of an enforcement action brought by the TCEQ. Such statements include, but are not limited to, advertising, public relations, and press releases.

6. Clean Texas Program

The City of Pasadena shall not include this SEP in any application made to TCEQ under the "Clean Texas" (or any successor) program(s). Similarly, the City of Pasadena may not seek recognition for this contribution in any other State or Federal regulatory program.

7. Other SEPs by TCEQ or Other Agencies

The SEP identified in this Agreed Order has not been, and shall not be, included as an SEP for the City of Pasadena under any other Agreed Order negotiated with the TCEQ or any other agency of the State or Federal government.

Kathleen Hartnett White, *Chairman*
R. B. "Ralph" Marquez, *Commissioner*
Larry R. Soward, *Commissioner*
Glenn Shankle, *Executive Director*



TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

Protecting Texas by Reducing and Preventing Pollution

May 20, 2005

CERTIFIED MAIL

The Honorable John Manlove, Mayor
City of Pasadena
P.O. Box 672
Pasadena, Texas 77501-0672

RE: City of Pasadena
TCEQ Docket No. 2003-1017-MWD-E; TCEQ TPDES Permit No. WQ0010053005
Agreed Order Assessing Administrative Penalties and Requiring Certain Action

Enclosed is a copy of an order issued by the Commission.

Questions regarding the order should be directed to the Enforcement Coordinator or the Staff Attorney. If there are questions pertaining to the mailing of the order, then please contact Cynthia Zapata of the Texas Commission on Environmental Quality's Office of the Chief Clerk (MC 105) at (512) 239-4517.

Sincerely,

A handwritten signature in dark ink, appearing to read "LaDonna Castañuela".

LaDonna Castañuela
Chief Clerk

LDC/cz

Enclosure

cc: Kate Hodgins, SEP Coordinator, TCEQ Litigation Division (MC 175)
Mike Meyer, Enforcement Coordinator, TCEQ Enforcement Division (MC 128)
Stuart Beckley, Central Office Investigator, TCEQ Enforcement Division (MC 224)